

CERTIFICATE

I, _____ do hereby certify that I am a duly elected and qualified Assistant Secretary of _____ and acting as such; that _____ is a corporation duly organized and validly existing under the laws of the State of _____ with its principal office at _____ that I am a keeper of its books and records and its corporate seal; that the following resolution is a true, complete and correct copy of a resolution taken by written consent of its Board of Directors on _____; that such resolution is still in force; and that the following persons have been duly appointed to the offices set forth after their names and are the present incumbents of such offices:

RESOLVED: That the Chairman of the Board; the Chief Executive Officer; the President and Chief Operating Officer; a Senior Vice President; a Vice President; the Secretary; the Treasurer; an Assistant Treasurer; a Divisional Vice President or Controller; a Divisional Director, Manager or Administrator of Contracts, Pricing, or Marketing; a Divisional Government Sales Manager; and a Business Unit Controller, Manager or Administrator of Contracts or Pricing, or any of them, be and hereby are authorized on behalf of this Corporation, to quote prices and tender bids, and to enter into contracts for the sale of any products or services of this Corporation to and with any and all customers of this Corporation, including specifically the United States and any of its offices, agencies or departments, and any state of the United States or political subdivision thereof, and any of their offices, agencies or departments, having full authority in their discretion as to prices, terms, conditions, warranties or any other provisions necessarily relating to said bids and contracts.

Divisional Vice President,

Director, Pricing and Contract Marketing,

Marketing Manager, Services

Operations Manager, Contract Marketing,

Manager, _____ Systems, Contract Marketing

Manager, Contract Marketing,

IN WITNESS WHEREOF, I have affixed my name as Assistant Secretary and have caused the corporate seal of _____ to be hereunto affixed as of this _____ day of _____

Assistant Secretary